EXHIBIT 5

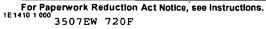
50m 990-PF

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

F	For calendar year 2011 or tax year beginning 01/01, 2012, and ending 10/06, 2012								
	Name of foundation A Employer identification number								
OPEN SOCIETY FOUNDATION						26-0248258			
_		per and street (or P O box number if mail is not delive	red to street address) Room/suite		B Telephone number (see instructions)				
					(212) 548-0600				
224 WEST 57TH STREET									
_	City c	r town, state, and ZIP code							
	• • • • • • • • • • • • • • • • • • • •						ation is		
	NEW	YORK, NY 10019				pending, check here			
G	Che	ck all that apply Initial return	Initial return	Initial return of a former public charity			tions check here		
		X Final return	Amended ref	turn .	D 1 Foreign organizations, check here 2 Foreign organizations meeting the				
		X Address change	Name change			85% test, check computation			
H	Che	ck type of organization: X Section 501(
ſ	_	ection 4947(a)(1) nonexempt chantable trust	Other taxable pr		tion	E If private foundation status was terminated under section 507(b)(1)(A), check here			
ī				ash X Acc		F if the foundation is in a 60-month termination			
	of ve	ear (from Part II, col. (c), line	ther (specify)			under section 507(b)(1)(B), check here			
		▶ \$ (Part I,	column (d) must be on	cash basis)		-			
F	art I	Analysis of Revenue and Expenses (The	(a) Davenus and				(d) Disbursements		
_		total of amounts in columns (b), (c), and (d)	(a) Revenue and expenses per	(b) Net inve		(c) Adjusted net income	for charitable		
		may not necessarily equal the amounts in column (a) (see instructions))	books	111001	'	mcome	purposes (cash basis only)		
_	1	Contributions, giffs, grants, etc., received (attach schedule)							
	2	Check X if the foundation is not required to attach Sch B							
	3	Interest on savings and temporary cash investments		·····					
	4	Dividends and interest from securities							
	5а	Gross rents				*			
		Net rental income or (loss)			i	-			
a b		Net gain or (loss) from sale of assets not on line 10	3,700,429.				<u> </u>		
Ē	ТĎ	Gross sales price for all 73 017 537							
Revenue	7	assets on line 6a Capital gain net income (from Part IV, line 2)		5,83	2,846.	····			
æ	<u>.</u>	Net short-term capital gain							
	وا	Income modifications · · · · · · · · · · · · · · · · · · ·							
	10 a	Gross sales less returns		ĺ					
	Ь	Less Cost of goods sold							
		Gross profit or (loss) (attach schedule)							
	11	Other income (attach schedule)							
	12	Total. Add lines 1 through 11	3,700,429.	5,83	2,846.				
	13	Compensation of officers, directors, trustees, etc.							
	14	Other employee salaries and wages							
Ses	15	Pension plans, employee benefits							
jen		Legal fees (attach scheduler CEIVED							
Expenses	ь	Accounting fees (attach schedule)	379.				24,353		
		Other professional fees (attach schedule)	ő						
á	17	Interest In APR 0 1 201	leal						
and Administrative	18	Taxes (attach schedule) (see instructions)	PS -135,666.						
Ë	19 Depreciation (attach schedule)-and depletion .								
μþ	20	Occupancy OCDEN, Y							
ΨP	21	Travel, conferences, and meetings							
a	22	Printing and publications							
gu	23	Other expenses (attach schedule) ATCH 3	711.				8,882		
Operating	24	Total operating and administrative expenses.							
per		Add lines 13 through 23	-134,576.				33,235		
0	25	Contributions, gifts, grants paid	74,610,016.				74,610,016		
_	26	Total expenses and disbursements Add lines 24 and 25	74,475,440.		0		0 74,643,251.		
_	27	Subtract line 26 from line 12							
		Excess of revenue over expenses and disbursements	-70,775,011.						
		Net Investment income (if negative, enter -0-)	*****	5,83	2,846.				
		Adjusted net income (if negative, enter -0-)	······································						
=	 -		·			· · ·			



JSA ** ATCH 2

Form 990-PF (2011)

PAGE 2

orm 990-PF			CIETY FOUNDATION		26-024			age 13
Part XVI	Information R Exempt Organ		ansfers To and Trai	sactions a	nd Relationships With Non	chari	table	
Did t			engage in any of the fo	llowing with	any other organization described		Yes	No
	-	-	• •	-	section 527, relating to political		162	140
	nizations?	de (other than	section so r(c)(s) organ	nzations) or in	r section 327, relating to political			ĺ
_		a foundation to			_t			
		-	a noncharitable exemp	-		المسال		
(1) (vasn		• • • • • • • • • • • •	• • • • • • •		1a(1)	\vdash	X
		• • • • • • • •	• • • • • • • • • • • • • • • • • • • •	· · · · · · · ·		1a(2)		_X
	r transactions							
(1) S	sales of assets to a no	ncharitable exe	empt organization	• • • • • • • • • • • • • • • • • • •		15(1)		X
(2) P	urchases of assets fro	om a noncharit	able exempt organization	· · · · · · · ·		1b(2)		Х
(3) R	Rental of facilities, equ	pment, or othe	r assets			1b(3)		X
(4) R	Reimbursement arrang	ements				1b(4)		X
(5) L	oans or loan guarante.	es				1b(5)		X
						1b(6)		Х
c Shar	ing of facilities, equipr	nent, mailing lis	sts, other assets, or paid	employees		1c		х
d If the	e answer to any of th	ie above is "Ye	es," complete the follow	ing schedule	e. Column (b) should always show	w the	fair m	narket
value	e of the goods, other	assets, or serv	nces given by the repor	ting foundation	on. If the foundation received less	than	fair m	narket
					ie of the goods, other assets, or s			
(a) Line no	(b) Amount involved	(c) Name of	noncharitable exempt organizat	on (d) D	Description of transfers, transactions, and sha	inng arra	ngeme	nts
	N/A			N/A	\			
		-						
=								
		 						
					·			
					·			
		<u></u>						
	<u> </u>							
desc		of the Code (owing schedule		(3)) or in sect	tion 527?		es X	No
					 			
				.				
.								
			<u> </u>					
			L		1			
	der penalties of penjury, i declaration o	are that I have exam I preparer (other than	nned this return, including accomp taxpayer) is based on all information	anying schedules a of which preparer h	and statements, and to the best of my knowled as any knowledge	ige and t	peliof, it	is true,
ngn	•	,	13/A/1		· · · · · · · · · · · · · · · · · · ·	S discus	r this	retum
lere 🛮 🔼	RICARDO A GAS	TRO ,	() () () () ()		יסרית סע 📗 :	reparer		below
S	ignature of officer for trustee	1 polo X	ate					
	Print/Type preparer's	neme (Preparer's signature					
aid	MARCARET A BI	•	margaret a					
reparer	r 1		- 10. / 22.1					
se Only	Firm's name RP	MG LLP	MICHAEL BETTE					
			ATTONAL DRIVE					
	ı MC	LEAN. VA						

Open Society Foundation

EIN: 26-0248258

Form 990-PF Attachment 4

990-PF, Part VII-A, Line 5 - Dissolution

During calendar year 2012, Open Society Foundation transferred \$74,615,312 to Open Society Institute. This amount represents cash grants of \$74,610,016 and \$5,296 to pay liabilities incurred by Open Society Foundation. This transfer represents the complete liquidation of the Open Society Foundation as evidenced by the attached certified certificate of dissolution, dated September 28, 2012.

List of recipient's name and address:

Open Society Institute 400 West 59th Street New York, NY 10019

Amounts:

6/22/12	\$26,000,000
8/6/12	\$40,000,000
9/19/12	\$7,213,190
9/19/12	<u>\$1,402,122</u>

Total \$74,615,312

Delaware

PAGE I

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "OPEN SOCIETY FOUNDATION", FILED IN THIS OFFICE ON THE THIRD DAY OF OCTOBER, A.D. 2012, AT 4:06 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4321090 8100

121096470

AUTHENTY CATION: 9896794

DATE: 10-05-12

You may verify this certificate online at corp.delaware.gov/authver.shtml

ATTACHMENT H

State of Delaware Secretary of State Division of Corporations Delivered 05:22 FM 10/03/2012 FILED 04:06 PM 10/03/2012 SRV 121096470 - 4321090 FILE

STATE OF DELAWARE

CERTIFICATE OF DISSOLUTION

The undersigned, being the Secretary of Open Society Foundation, a corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

FIRST: The dissolution of the Corporation has been duly authorized by all of the members of the Corporation entitled to vote on a dissolution in accordance with Sections 276(a) of the General Corporation Law of the State of Delaware.

SECOND: The date the dissolution was authorized is July 24, 2012.

THIRD: The following is a list of the names and addresses of the directors of the said corporation:

<u>Name</u>	Address
George Soros	c/o Open Society Institute, 400 West 59th Street, New York, NY 10019
Jonathan Soros	c/o Open Society Institute, 400 West 59th Street, New York,

FOURTH: The following is a list of the names and addresses of the officers of the said corporation:

<u>Name</u>	Office	Address
George Soros	Chair	c/o Open Society Institute, 400 West 59th Street, New York, NY 10019
Jonathan Soros	Vice-Chair	c/o Open Society Institute, 400 West 59th Street, New York, NY 10019
Daniel Eule	Treasurer	c/o Open Society Institute, 400 West 59th Street, New York, NY 10019
Ricardo Castro	Secretary	c/o Open Society Institute, 400 West 59th Street, New York, NY 10019

FIFTH: The Certificate of Incorporation was filed with the Secretary of State on May 25, 2007.

IN TESTIMONY WHEREOF, and in compliance with the provisions of Section 276(a) of the General Corporation Law of the State of Delaware, as amended, the authorized officer hereunto set his hand to this Certificate this 28 day of 2012.

Name: Rigardo Castro

Title: Secretary

OPEN SOCIETY FOUNDATION

26-0248258

ATTACHMENT 5

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME:
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
OPEN SOCIETY INSTITUTE
400 WEST 59TH STREET
NEW YORK, NY 10019

GRANT DATE: 03/09/2011

GRANT AMOUNT: 03/09/2011 67,500,000.

GRANT PURPOSE: TO SUPPORT THE CHARITABLE ACTIVITIES & PROGRAMS PROMOT-

ING OPEN, DEMOCRATIC SOCIETIES GLOBALLY.

67,500,000.

AMOUNT EXPENDED:

ANY DIVERSION? NO

DATES OF REPORTS: 06/25/2012

VERIFICATION DATE:

RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE

GRANTEE'S ADDRESS: 400 WEST 59TH STREET CITY, STATE & ZIP: NEW YORK, NY 10019

GRANT DATE: 08/08/2011 GRANT AMOUNT: 30,000,000.

GRANT PURPOSE: TO SUPPORT THE CHARITABLE ACTIVITIES & PROGRAMS PROMOT-

ING OPEN, DEMOCRATIC SOCIETIES GLOBALLY

AMOUNT EXPENDED: 30,000,000.

ANY DIVERSION? NO

DATES OF REPORTS: 02/08/2013

VERIFICATION DATE:

RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE

GRANTEE'S ADDRESS: 400 WEST 59TH STREET CITY, STATE & ZIP: NEW YORK, NY 10019

GRANT DATE: 06/22/2012

GRANT AMOUNT: 26,000,000.

GRANT PURPOSE: TO SUPPORT THE CHARITABLE ACTIVITIES & PROGRAMS PROMOT-

ING OPEN, DEMOCRATIC SOCIETIES GLOBALLY.

AMOUNT EXPENDED: 26,000,000.

ANY DIVERSION? NO

DATES OF REPORTS: 02/08/2013

VERIFICATION DATE:

RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE

GRANTEE'S ADDRESS: 400 WEST 59TH STREET CITY, STATE & ZIP: NEW YORK, NY 10019

GRANT DATE: 08/06/2012

GRANT AMOUNT: 40,000,000.

GRANT PURPOSE: TO SUPPORT THE CHARITABLE ACTIVITIES & PROGRAMS PROMOT-

ING OPEN, DEMOCRATIC SOCIETIES GLOBALLY.

AMOUNT EXPENDED: 40,000,000.

ANY DIVERSION? NO

DATES OF REPORTS: 02/08/2013

VERIFICATION DATE:

CONT'D ON NEXT PAGE

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OPEN SOCIETY FOUNDATION

26-0248258

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE GRANTEE'S ADDRESS: 400 WEST 59TH STREET CITY, STATE & ZIP: NEW YORK, NY 10019

GRANT DATE: 09/19/2012

GRANT AMOUNT: 7,213,190.

TO SUPPORT THE CHARITABLE ACTIVITIES & PROGRAMS PROMOT-**GRANT PURPOSE:**

ING OPEN, DEMOCRATIC SOCIETIES GLOBALLY.

AMOUNT EXPENDED: 7,213,190.

ANY DIVERSION? NO

02/08/2013 DATES OF REPORTS:

VERIFICATION DATE:

RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE

GRANTEE'S ADDRESS: 400 WEST 59TH STREET

NEW YORK, NY 10019 CITY, STATE & ZIP:

GRANT DATE: 09/19/2012

GRANT AMOUNT: 1,402,122.

TO SUPPORT THE CHARITABLE ACTIVITIES & PROGRAMS PROMOT-GRANT PURPOSE:

ING OPEN, DEMOCRATIC SOCIETIES GLOBALLY.

AMOUNT EXPENDED: 410,067.

NO ANY DIVERSION?

DATES OF REPORTS: 02/08/2013

VERIFICATION DATE:

RESULTS OF VERIFICATION: